

EXHIBIT F

Proposed Form of Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i>,	:
	:
Debtors.	:
	:
	:
-----X	

Chapter 11 Case No.

08-13555 (JMP)

(Jointly Administered)

**ORDER AWARDING INTERIM COMPENSATION AND
REIMBURSEMENT OF EXPENSES TO MCKENNA LONG & ALDRIDGE LLP**

Upon consideration of the Tenth Application of McKenna Long & Aldridge LLP for Allowance of Compensation and Reimbursement of Expenses (the “Tenth Interim Fee Application”), dated May 21, 2012, relating to the above-referenced bankruptcy case for the period from October 1, 2011 through March 6, 2012 (the “Tenth Interim Period”) for the (i) allowance of compensation for professional services performed by McKenna Long & Aldridge LLP (“McKenna”) during the Tenth Interim Period in the total amount of \$35,417.00; (ii) allowance of McKenna’s actual and necessary expenses incurred during the Tenth Interim Period in the total amount of \$1,200.99; and (iii) payment of the twenty percent (20%) holdback withheld from payments of the Monthly Fee Statements in the total amount of \$6,083.40, and after notice and hearing thereon, and sufficient cause appearing therefore, and capitalized terms used in this Order being given the same meanings as are ascribed to those terms in the Tenth Interim Fee Application, it is hereby

ORDERED that the Tenth Interim Fee Application is hereby granted; and it is further

ORDERED that McKenna is hereby awarded and allowed (i) compensation for

professional services performed during the Tenth Interim Period in the total amount of \$35,417.00; and (ii) reimbursement of actual and necessary expenses incurred during the Tenth Interim Period in the total amount of \$1,200.99; and it is further

ORDERED that McKenna is authorized to apply against such amounts the amounts previously paid to it in respect of the monthly statements submitted for the Tenth Interim Period pursuant to the Fee Committee Order and the Fourth Amended Interim Compensation Procedures Order; and it is further

ORDERED that the Debtors are authorized and directed to pay to McKenna all amounts awarded hereby that have not been previously paid pursuant to the Fee Committee Order and the Fourth Amended Interim Compensation Procedures Order, including, but not limited to, the twenty percent (20%) holdback in the amount of \$6,083.40.

This _____ day of _____, 2012.

JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE

Prepared and presented by:

McKENNA LONG & ALDRIDGE LLP

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